

**EXHIBIT E**

**TO ADVANCEME'S SUR-REPLY IN OPPOSITION  
TO DEFENDANTS' MOTION TO COMPEL**

## Vinson&Elkins

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December 6, 2006

**Via E-Mail**

Robert Matz  
Paul, Hastings, Janofsky & Walker LLP  
Five Palo Alto Square, Sixth Floor  
Palo Alto, CA 94306-2155

**Re: AdvanceMe, Inc. v. Rapidpay LLC, et al. (No. 6:05-cv-00424) (E.D. Tex.);  
AdvanceMe, Inc. v. AmeriMerchant LLC (No. 6:06-cv-082) (E.D. Tex.)  
30(b)(6) Deposition of AdvanceMe**

Dear Robert:

We write in response to your letter of last night regarding the 30(b)(6) deposition of AdvanceMe.

While you state that you are “confirm[ing]” the 30(b)(6) deposition, this is the *first* time Plaintiff has offered to make a witness available on the agreed topics without imposing improper and unreasonable conditions. In fact, prior to last night’s letter, Plaintiff’s latest correspondence regarding the 30(b)(6) deposition reiterated its belief that “it makes no sense to schedule a deposition” before the Court’s ruling on Defendants’ motion to compel. *See* November 22, 2006 letter from Michael Edelman to Joseph Gray.

Plaintiff has now seemingly reversed its position – giving two days’ notice for the deposition, after delaying the deposition for over two months, and after briefing on Defendants’ motion to compel has highlighted Plaintiff’s improper discovery tactics.

Not surprisingly, Defendants are unable to cancel other commitments, make necessary arrangements, and conduct this 30(b)(6) deposition within 48 hours. It appears as though Plaintiff has made an illusory offer on the eve of a hearing on Defendants’ motion to compel.

Because Defendants expect a hearing on their motion to compel shortly, and the Court will presumably decide all issues related to the 30(b)(6) deposition of Plaintiff at that

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time, Defendants plan to proceed with a 30(b)(6) deposition of Plaintiff within three days of the Court's ruling. Please prepare Plaintiff's witness(es) accordingly.

Regards,



Joseph D. Gray

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cc: Michael Edelman  
Bill Schuurman  
Hilary Preston